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*[Additional Counsel on Signature Page]*

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

CHRISTOPHER L. SAYCE, Individually and  
on Behalf of All Others Similarly Situated,

Plaintiff,

v.

FORESCOUT TECHNOLOGIES, INC., *et.*  
*al.*

Defendants.

CASE NO.: 20-CV-00076-SI

CLASS ACTION

**STIPULATION AND ~~[PROPOSED]~~  
ORDER REGARDING  
SETTLEMENT**

Courtroom: 1 – 17<sup>th</sup> Floor  
Judge: Hon. Susan Illston  
Trial Date: None set

Co-Lead Plaintiffs Glazer Capital Management, L.P., Glazer Enhanced Fund L.P., Glazer Enhanced Offshore Fund, Ltd., Glazer Offshore Fund, Ltd. and Highmark Limited, in respect of its Segregated Account Highmark Multi-Strategy 2 (the “Glazer Funds”), and Meitav Mutual Funds Ltd. (“Meitav” and with the Glazer Funds, “Plaintiffs”) and Defendants Forescout Technologies Inc., Michael DeCesare, and Christopher Harms (collectively the “Defendants” and with Plaintiffs the “Parties”), by and through their undersigned counsel, respectfully inform the Court of the Parties’ agreement in principle to fully settle all pending claims in the above-captioned action (the “Action”), and submit the following stipulated request to stay all further deadlines in the Action while the Parties negotiate the terms of a formal stipulation of settlement:

WHEREAS, pursuant to the Court’s December 23, 2024 Order, the deadline for the Parties to complete ADR proceedings in the Action was June 13, 2025 (Dkt. No. 255);

WHEREAS, the Parties participated in a second mediation session before Robert Meyer, Esq. of JAMS, in Los Angeles, California, on May 9, 2025, after which, following additional negotiations, the Parties reached an agreement in principle to fully settle all pending claims in this Action;

WHEREAS, the Parties require additional time to negotiate the terms of a formal stipulation of settlement and related documentation, and Plaintiffs need additional time to move for preliminary approval of the Class settlement;

WHEREAS, the Parties wish for their litigation positions to remain undisturbed while they negotiate and finalize their settlement agreement, and to preserve the Court’s and the Parties’ resources; and

WHEREAS, good cause exists;

**NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED** by and between the undersigned Parties, subject to the Court’s approval, that:

1. All further proceedings and deadlines in this Action are stayed, other than those to effectuate the settlement, pending preliminary and final approval of the settlement;

2. The Parties will use their best efforts to draft, finalize and execute a stipulation of settlement within twenty-one (21) calendar days.

3. Plaintiffs will use their best efforts to file a motion for preliminary approval of the Settlement within seven (7) calendar days of the execution of a stipulation of settlement.

Dated: June 18, 2025

**ABRAHAM, FRUCHTER  
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**WILSON SONSINI GOODRICH &  
ROSATI, Professional Corporation**

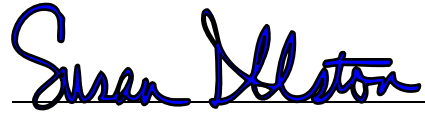
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***Attorneys for Defendants Michael DeCesare  
and Christopher Harms***

**[PROPOSED] ORDER**

PURSUANT TO STIPULATION, IT IS SO ORDERED.

DATED: June 20, 2025



THE HONORABLE SUSAN ILLSTON  
UNITED STATES DISTRICT JUDGE

**ATTESTATION PURSUANT TO CIVIL LOCAL RULE 5-1(h)(3)**

I, Patrice L. Bishop, am the ECF User whose identification and password are being used to file this document. In compliance with Civil Local Rule 5-1(h)(3), I hereby attest that all signatories have concurred in this filing.

Dated: June 18, 2025

/s/ Patrice L. Bishop

Patrice L. Bishop